**BALLOT PAPER**

**To vote on the draft resolutions prepared on the agenda items of the general meeting to be held on 17th of March 2023 of Tallinna Kaubamaja Grupp AS**

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| **Name** of the shareholder: |
| **Code** of the shareholder:(*The registry code of a shareholder who is a legal person or the personal identification code of a shareholder who is a natural person; in the absence of a personal identification code, their date of birth*) |
| **Name of the** shareholder’s **representative**:(*must be filled in in any case for a shareholder who is a legal person; must be filled in for a shareholder who is a natural person if the shareholder has authorised another person to represent them*) |
| **Personal identification code of the** shareholder’s **representative**:*(in the absence of a personal identification code, the date of birth; must be filled in in any case for a shareholder who is a legal person; must be filled in for a shareholder who is a natural person if the shareholder has authorised another person to represent them)* |
| **Basis for the right of representation of the** shareholder’s **representative**: *(e.g. Management Board member, procurator, power of attorney, etc.)*Note: A document certifying the right of representation must be sent together with the ballot paper. A document certifying the right of representation do not need to be sent if the right of representation is visible in the Estonian Commercial Register. |

**I will vote on the draft resolutions on the items on the agenda of the general meeting as follows (marking an X for ‘for’, ‘against’, ‘undecided’, or ‘no vote’, respectively):**

|  |  |
| --- | --- |
| *Draft resolutions on the items on the agenda of the general meeting* | *Mark with an X* |
| **1. Approval of the 2022 annual report of Tallinna Kaubamaja Grupp AS**To approve the annual report for 2022 prepared by the Management Board of Tallinna Kaubamaja Grupp AS and approved by the Supervisory Board, in accordance with which the consolidated balance sheet of Tallinna Kaubamaja Grupp AS as at 31 December 2022 is 646,797 thousand euros, sales revenue 862,763 thousand euros, and net profit 29,485 thousand euros. | [ ]  FOR[ ]  AGAINST[ ]  UNDECIDED[ ]  NO VOTE |
| **2. Distribution of profits**To approve the proposal for the distribution of the profit of Tallinna Kaubamaja Grupp AS for 2022 submitted by the Management Board and approved by the Supervisory Board as follows:Retained earnings from previous years – 86,298 thousand eurosNet profit for 2022 – 29,485 thousand eurosTotal distributable profit as at 31 December 2022 – 115,783 thousand eurosPay a dividend of 0,68 euros per share - 27 696 thousand eurosRetained earnings after the distribution of profits - 88 087 thousand eurosThe list of shareholders entitled to receive the dividend will be fixed on 31st of March 2023 as at the end of the business day of Nasdaq CSD’s Estonian settlement system. The dividend will be paid to shareholders on 5th of April 2023 by transfer to the shareholder’s bank account. | [ ]  FOR[ ]  AGAINST[ ]  UNDECIDED[ ]  NO VOTE |
| **3. Recalling a Supervisory Board member and electing a new Supervisory Board member**To recall Tallinna Kaubamaja Grupp AS Supervisory Board member Andres Järving, whose powers expire upon recall, and to elect Kristo Anton (personal identification code 37605250302) as a new member of Tallinna Kaubamaja Grupp AS Supervisory Board for a 3-year term from 17.03.2023. The remuneration paid to the new member of the Supervisory Board is 2,000 euros per month. | [ ]  FOR[ ]  AGAINST[ ]  UNDECIDED[ ]  NO VOTE |

Signature: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Please send the completed ballot paper no later than by 12 p.m. on 16th of March 2023:

* in case of voting by email, send the digitally signed ballot to tkmgroup@kaubamaja.ee and
* in case of voting by post, send the handwritten ballot with a copy of the personal data page of the identity document to Tallinna Kaubamaja Grupp AS at Kaubamaja 1, Tallinn, 10143.